

**IN THE UNITED STATES DISTRICT COURT
DISTRICT OF MARYLAND**

WILLIAM BROWNING, derivatively on behalf
of ENVIVA INC.,

Plaintiff,

v.

RALPH ALEXANDER, JOHN C.
BUMGARNER, JR., JANET S. WONG, EVA T.
ZLOTNICKA, MARTIN N. DAVIDSON, JIM
H. DERRYBERRY, JOHN KEPPLER,
GERRITY LANSING, PIERRE F. LAPEYRE,
JR., DAVID M. LEUSCHEN, THOMAS METH,
JEFFREY W. UBBEN, GARY L. WHITLOCK,
SHAI S. EVEN, AND MICHAEL A.
JOHNSON,

Defendants,

and

ENVIVA INC.,

Nominal Defendant.

Case No.: 8:23-cv-03293-PX

**STIPULATION AND ORDER
CONSOLIDATING RELATED
DERIVATIVE ACTIONS,
ACCEPTING SERVICE, AND
APPOINTING CO-LEAD AND LIAISON
COUNSEL**

DARRYL WILLISTON, derivatively on behalf
of ENVIVA, INC.,

Plaintiff,

v.

RALPH ALEXANDER, JOHN C.
BUMGARNER, JR., JANET S. WONG, EVA T.
ZLOTNICKA, MARTIN N. DAVIDSON, JIM
H. DERRYBERRY, JOHN KEPPLER,
GERRITY LANSING, PIERRE F. LAPEYRE,
JR., DAVID M. LEUSCHEN, THOMAS METH,
JEFFREY W. UBBEN, GARY L. WHITLOCK,
SHAI S. EVEN, AND MICHAEL A.
JOHNSON,

Defendants,

and

ENVIVA INC.,

Nominal Defendant.

Case No.: 8:23-cv-03403-PX

WHEREAS, on December 5, 2023, Plaintiff William Browning filed a shareholder

derivative action on behalf of Nominal Defendant Enviva Inc. (“Enviva” or the “Company”) in this Court, alleging causes of action for violations of Section 10(b) of the Securities Exchange Act of 1934 (the “Exchange Act”) and Rule 10(b)-5 promulgated thereunder, breach of fiduciary duty, gross mismanagement, waste of corporate assets, and unjust enrichment against Defendants Ralph Alexander, John C. Bumgarner, Jr., Janet S. Wong, Eva T. Zlotnicka, Martin N. Davidson, Jim H. Derryberry, John Keppler, Gerrity Lansing, Pierre F. LaPeyre, Jr., David M. Leuschen, Thomas Meth, Jeffrey W. Ubben, Gary L. Whitlock, Shai S. Even, and Michael A. Johnson (collectively, the “Individual Defendants” and together with Enviva, “Defendants”), captioned *Browning v. Alexander, et al.*, Case No. 8:23-cv-03293-PX (the “*Browning Action*”);

WHEREAS, on December 15, 2023, Plaintiff Darryl Williston (together with Plaintiff Browning, “Plaintiffs”) filed a shareholder derivative action on behalf of Enviva in this Court, alleging the same causes of action against the Individual Defendants, captioned *Williston v. Alexander, et al.*, Case No. 1:23-cv-03403-PX (the “*Williston Action*,” and together with the *Browning Action*, the “Related Derivative Actions”);

WHEREAS, Plaintiffs and Defendants (together, the “Parties”) agree that the Related Derivative Actions challenge substantially similar alleged conduct and involve the same questions of law and fact, and that the administration of justice would best be served by consolidating the Related Derivative Actions;

WHEREAS, under Fed. R. Civ. P. 42(a), when actions involve “a common question of law or fact,” the Court may “(1) join for hearing or trial any or all matters at issue in the actions; (2) consolidate the actions; or (3) issue any other orders to avoid unnecessary cost or delay”;

WHEREAS, in order to realize the efficiencies made possible by consolidation of the Related Derivative Actions, Plaintiffs agree that Gainey McKenna & Egleston and The Rosen Law Firm, P.A., the respective resumes of which are attached hereto as Exhibits A and B, shall be designated as Co-Lead Counsel, and that the Law Office of Cynthia Leppert, LLC shall be designated as Liaison Counsel, representing Plaintiffs in the Related Derivative Actions;¹

WHEREAS, this stipulation is not a waiver of any of the parties' rights, remedies, claims, or defenses.

NOW THEREFORE, IT IS HEREBY AGREED AND STIPULATED by and among the Parties, by and through their respective counsel of record, as follows:

1. Defendants' undersigned counsel hereby accepts service of the complaints filed in the Related Derivative Actions on their behalf.
2. The following actions are hereby consolidated for all purposes, including pre-trial proceedings and trial, under Case No.: 8:23-cv-03293-PX (the "Consolidated Action"):

<u>Case Name</u>	<u>Case Number</u>	<u>Date Filed</u>
<i>Browning v. Alexander, et al.</i> ,	Case No. 8:23-cv-03293-PX	December 5, 2023
<i>Williston v. Alexander, et al.</i> ,	Case No. 8:23-cv-03403-PX	December 15, 2023

3. Every pleading filed in the Consolidated Action, or in any separate action included herein, must bear the following caption:

¹ Defendants take no position on the appointment of lead and liaison counsel for Plaintiffs.

**IN THE UNITED STATES DISTRICT COURT
DISTRICT OF MARYLAND**

IN RE ENVIVA INC. DERIVATIVE
LITIGATION

This Document Relates To:

ALL ACTIONS

Case No. 8:23-cv-03293-PX

(Consolidated with Case No. 8:23-cv-03403-PX)

4. All papers filed in connection with the Consolidated Action will be maintained in one file under Case No. 8:23-cv-03293-PX. All documents previously filed and/or served in the Related Derivative Actions shall be deemed a part of the record in the Consolidated Action.

5. This Order shall apply to each shareholder derivative action arising out of the same, or substantially the same, transactions or events as these cases, which is subsequently filed in, removed to, reassigned to, or transferred to this Court. When a shareholder derivative action that properly belongs as part of *In re Enviva Inc. Derivative Litigation*, Lead Case No. 8:23-cv-03293-PX, is hereafter filed in the Court, removed to this Court, reassigned to the Court, or transferred here from another court, this Court requests the assistance of counsel in calling to the attention of the clerk of the Court the filing, removal, reassignment, or transfer of any case that might properly be consolidated as part of *In re Enviva Inc. Derivative Litigation*, Lead Case No. 8:23-cv-03293-PX, and counsel are to assist in ensuring that counsel in subsequent actions receive notice of this order. Unless otherwise ordered, the terms of all orders, rulings, and decisions in the Consolidated Action shall apply to all later shareholder derivative actions involving Enviva filed in this Court.

6. Co-Lead Counsel for plaintiffs for the conduct of the Consolidated Action shall be:

GAINEY MCKENNA & EGLESTON

Gregory M. Egleston
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THE ROSEN LAW FIRM, P.A.

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275 Madison Avenue, 40th Floor
New York, NY 10016
Telephone: (212) 686-1060
Facsimile: (212) 202-3827
Email: estone@rosenlegal.com

7. Liaison Counsel for plaintiffs for the conduct of the Consolidated Action shall be:

LAW OFFICE OF CYNTHIA LEPPERT, LLC

Cynthia L. Leppert (Bar No. 05857)
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8. Plaintiffs' Co-Lead Counsel shall have the sole authority to speak for plaintiffs in all matters regarding pre-trial procedure, trial, and settlement negotiations and shall make all work assignments in such manner as to facilitate the orderly and efficient prosecution of this litigation and to avoid duplicative or unproductive effort.

9. Co-Lead Counsel will be responsible for coordinating all activities and appearances on behalf of plaintiffs. No motion, request for discovery, or other pre-trial or trial proceedings will be initiated or filed by any plaintiffs except through Co-Lead Counsel.

10. Counsel for all Defendants may rely upon all agreements made with Co-Lead Counsel, or other duly authorized representative of Co-Lead Counsel, and such agreements shall be binding on all plaintiffs.

11. The parties to the Consolidated Action shall meet and confer regarding a proposed schedule within thirty (30) days of the date the Court enters this Order, and Defendants need not respond to any complaints in the Related Derivative Actions or in the Consolidated Action until

the date set forth in the Court's scheduling order, whether in response to the parties' proposed schedule or otherwise. All deadlines, hearings, or conferences currently scheduled are postponed until the date and times to be specified in the proposed schedule, or as otherwise set by the Court.

12. This Order is without prejudice to the right of any Defendant to raise any and all arguments or defenses that they or any of them may have, including, but not limited to, those relating to forum, venue, or jurisdiction (except that none of the Defendants will contest the sufficiency of service of process of the complaints in the Related Derivative Actions).

13. This Order is without prejudice to the right of any Plaintiff to raise any and all arguments or claims. By entering into this stipulation, each Plaintiff preserves all claims of any kind.

IT IS SO STIPULATED.

Dated: January 23, 2024

**LAW OFFICE OF CYNTHIA LEPPERT,
LLC**

/s/ Cynthia L. Leppert

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Williston and [Proposed] Liaison Counsel
for Plaintiffs Browning and Williston*

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*Counsel for Plaintiff Williston and
[Proposed] Co-Lead Counsel*

Dated: January 23, 2024

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Derryberry, John Keppler, Gerrity Lansing,
Pierre F. LaPeyre, Jr., David M. Leuschen,
Thomas Meth, Jeffrey W. Ubben, Gary L.
Whitlock, Shai S. Even, and Michael A.
Johnson, and Nominal Defendant Enviva
Inc.*

SO ORDERED this 8th day of February, 2024

/s/

Hon. Paula Xinis
United States District Judge